

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

James I. Stang, Esq. (CA Bar No. 94435)
Shirley S. Cho, Esq. (CA Bar No. 192616)
Werner Disse, Esq. (CA Bar No. 143458)
PACHULSKI STANG ZIEHL & JONES LLP
10100 Santa Monica Blvd., 11th Floor
Los Angeles, California 90067-4100
Telephone: 310/277-6910
Facsimile: 310/201-0760
Email: jstang@pszjlaw.com
scho@pszjlaw.com
wdisse@pszjlaw.com

E-File: October 16, 2009

Zachariah Larson, Esq. (NV Bar No. 7787)
LARSON & STEPHENS
810 S. Casino Center Blvd., Ste. 104
Las Vegas, NV 89101
Telephone: 702/382.1170
Facsimile: 702/382.1169
Email: zlarson@lslawnv.com

Attorneys for Debtors and
Debtors in Possession

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

THE RHODES COMPANIES, LLC, aka
"Rhodes Homes, et al.,¹

Debtors.

Case No.: BK-S-09-14814-LBR
(Jointly Administered)

Chapter 11

Affects:

- ☐ All Debtors
☒ Affects the following Debtor(s):

The Rhodes Companies, LLC 09-14814
LBR and Rhodes Design and Development
Corporation 09-14846 LBR

Hearing Date: November 16, 2009
Hearing Time: 9:30 a.m.
Courtroom 1

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC

**DEBTORS' OBJECTION TO PEACOCK MOUNTAIN RANCH ASSOCIATION'S
CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE AND
BANKRUPTCY RULES 3003 AND 3007 (NON-DEBTOR CLAIMS); DECLARATION
OF PAUL D. HUYGENS IN SUPPORT THEREOF**

Pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code") and Rules 3003 and 3007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the above-captioned debtors and debtors in possession (collectively, the "Debtors") hereby object (the "Objection") to the claims (the "Non-Debtor Claims") of Peacock Mountain Ranch Associations (the "Peacock Mountain"), attached to the letter in **Exhibit A** and attached to **Exhibit B**, because the claims are claims against non-Debtor entities that were erroneously filed against the Debtors. The Debtors request the entry of an order (the "Order") disallowing and expunging in full the Non-Debtor Claims.² In support of this Objection, the Debtors rely on the *Declaration of Paul D. Huygens in Support of Debtors' Objection to peacock Mountain Ranch Association's Claims Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rules 3003 and 3007 [Non-Debtor Claims]*. In further support of this Objection, the Debtors respectfully represent as follows:

(Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

² The Debtors reserve the right to file additional objections, whether on substantive or non-substantive grounds, to any and all other claims filed against their estates.

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 810 S. Casino Center Blvd., Suite 104
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BACKGROUND

1. On March 31, 2009, the above-captioned Debtors (the “Primary Filers”) except Tuscany Golf Country Club, LLC, Pinnacle Grading, LLC, and Rhodes Homes Arizona, LLC (the “Secondary Filers”) filed voluntary petitions for relief under chapter 11 of title 11 of the Bankruptcy Code. On April 1, 2009, the Secondary Filers filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. All references to Petition Date herein shall mean March 31, 2009 for the Primary Filers or April 1, 2009 for the Secondary Filers, as applicable.

2. The Debtors are continuing in possession of their property and are operating and managing their businesses, as debtors in possession, pursuant to sections 1107 and 1108 of the Bankruptcy Code.

RELIEF REQUESTED

3. By this Objection, the Debtors seek entry of an order, pursuant to section 502(b) of the Bankruptcy Code and Bankruptcy Rules 3003 and 3007, disallowing and expunging in full the Non-Debtor Claims.

OBJECTION

4. The Non-Debtor Claims are not valid claims against the Debtors based on the Debtors’ books and records. The documentation attached to the claims, indicates the claims are against Sedora Holdings, LLC, a non-Debtor affiliate of the Debtors. The Debtors sent the claimant a letter requesting that the claimant withdraw its claims to avoid an objection being filed. See Exhibit A. As of the date of this Objection, the Debtors have not received claim withdrawals from the claimant.

5. Bankruptcy Code section 502 authorizes a party in interest to object to claims. *See* 11 U.S.C. §502(a). Upon such objection, this Court, “after notice and a hearing, shall determine the amount of such claim in lawful currency of the United States as of the date of the filing of the petition” 11 U.S.C. § 502(b). Although a proper proof of claim is presumed valid under Bankruptcy Rule 3001(f), once an objection controverts the presumption, the creditor has the ultimate burden of persuasion as to the validity and amount of the claim. *Ashford v. Consolidated Pioneer Mortg. (In re Consolidated Pioneer Mortg.)*, 178 B.R. 222,

226 (B.A.P. 9th Cir. 1995), aff'd, 91 F.3d 151 (9th Cir. 1996) (quoting *In re Allegheny International, Inc.*, 954 F.2d 167, 173-74 (3d Cir. 1992)). The Bankruptcy Appellate Panel for the Ninth Circuit explained the shifting burdens of proof with respect to objection to proofs of claim as follows:

The burden of proof for claims brought in the bankruptcy court under 11 U.S.C.A. § 502(a) rests on different parties at different times. Initially, the claimant must allege facts sufficient to support the claim. If the averments in his filed claim meet this standard of sufficiency, it is “prima facie” valid. In other words, a claim that alleges facts sufficient to support a legal liability to the claimant satisfies the claimant’s initial obligation to go forward. . . . The burden of persuasion is always on the claimant.

Id. (emphasis added). Following this decision, the District Court for the Northern District of California emphasized, “unless the claimant has alleged ‘facts sufficient to support a legal liability, ‘the claim is not prima facie valid.’” *In re Hongnisto*, 293 B.R. 45, 50 (N.D. Cal. 2003) (quoting *Consolidated Pioneer Mortg.*, 178 B.R. at 266) (holding that the claimant’s proof of claim failed to allege sufficient facts to support a legal liability and consequently disallowed the proof of claim); see *Consolidated Pioneer Mortg.*, 178 B.R. at 227 (holding that because the proof of claim did not allege sufficient facts to support the claim, the proof of claim was disallowed).

6. Based on the Debtors’ review of their books and records and the proof of claims filed by the claimant, and the claimant’s lack of response to the Debtors’ request to withdraw the claims, the Debtors submit that these Non-Debtor Claims should be disallowed and expunged in full by the Court.

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
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CONCLUSION

7. The Debtors object to the allowance of the Non-Debtor Claims for the reasons stated herein, and the Debtors hereby move this Court for an Order disallowing and expunging in full the Non-Debtor Claims as identified in the proof of claim attached to the letter in **Exhibit A** and the proof of claim attached to **Exhibit B**.

NOTICE

8. No trustee or examiner has been appointed in these chapter 11 cases. Notice of this objection has been provided to (i) the United States Trustee for the District of Nevada, (ii) counsel to the Creditors' Committee, (iii) the claimant for which the Debtors are objecting to the claims in this Objection in accordance with the address provided in the proof of claims for such Non-Debtor Claims, (iv) each person or entity that has filed a notice of appearance and request for special notice, and (v) other required parties pursuant to the Court's case management order entered in these cases. The Debtors submit that in light of the nature of the relief requested herein, no other or further notice is required.

9. Pursuant to Bankruptcy Rule 3007, the Debtors have provided the claimant affected by the Objection with at least thirty (30) days' notice of the hearing on the Objection.

1 WHEREFORE, the Debtors respectfully request that the Court enter an Order,
2 substantially in the form attached hereto as **Exhibit C**, disallowing and expunging in full the
3 Non-Debtor Claims attached as part of **Exhibit A** and as **Exhibit B**, and granting such other and
4 further relief as the Court deems just an proper under the circumstances of these chapter 11
5 cases.

6 **DATED** this 16th day of October, 2009.

7
8 **LARSON & STEPHENS**

9 /s/ Zachariah Larson, Esq.
10 Zachariah Larson, Bar No. 7787
11 Kyle O. Stephens, Bar No. 7928
12 810 S. Casino Center Blvd., Suite 104
13 Las Vegas, NV 89101
14 702/382-1170
15 Attorneys for Debtors and Debtors in
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Las Vegas, Nevada 89101
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DECLARATION OF PAUL D. HUYGENS IN SUPPORT OF DEBTORS'
OBJECTION TO PEACOCK MOUNTAIN RANCH ASSOCIATION'S CLAIMS
[NON-DEBTOR CLAIMS]

I, Paul D. Huygens, declare as follows:

1. I am the Senior Vice President of Special Projects of the above-captioned Debtors and Debtors in possession. The facts set forth in this Declaration are personally known to me and, if called as a witness, I could and would testify thereto.

2. This declaration is submitted in support of the *Debtors' Objection to Peacock Mountain Ranch Association's Claims Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rules 3003 and 3007 [Non-Debtor Claims]* (the "Objection").

3. I am one of the persons responsible for overseeing the claims reconciliation and objection process in the Debtors' chapter 11 cases. I have read the Debtors' Objection and am directly, or by and through my personnel or agents, familiar with the information contained therein, the proposed form of order (the "Proposed Order") and the exhibits attached thereto.

4. The claims and attached information and documentation were carefully reviewed and analyzed in good faith, and the Debtors' books and records were referenced for additional support, utilizing due diligence by appropriate personnel of the Debtors. These efforts have resulted in the identification of the disputed "Non-Debtor Claims," identified in the proof of claim attached to the letter in **Exhibit A** and the proof of claim attached to **Exhibit B**. I have personally reviewed the Non-Debtor Claims.

5. To the best of my knowledge, information and belief, the claims attached as part of **Exhibit A** and to **Exhibit B** are not valid claims against the Debtors. The claimant has no valid legal justification for asserting the filed claims against the given Debtor based on the Debtor's book and records. Based on the documentation attached to the claims, the Debtors believe that the claims are against Sedora Holdings, LLC, a non-debtor affiliate of the Debtors. As a result, I believe that these claims should be disallowed and expunged by the Court. The Debtors sent the claimant a letter requesting that the claimant withdraw its claims to avoid an

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1 objection being filed. See Exhibit A. As of the date of this Objection, the Debtors have not
2 received claim withdrawals from the claimant.

3 6. I believe that granting the relief requested in the Objection is in the best
4 interests of the Debtors, their estates and their creditors.

5 I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true
6 and correct to the best of my knowledge, information, and belief.

7 Executed this 16th day of October, 2009, at Las Vegas, Nevada.

8
9 /s/ Paul D. Huygens

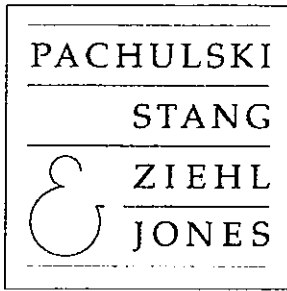
10 Paul D. Huygens
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Las Vegas, Nevada 89101
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EXHIBIT A

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

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LAW OFFICES
LIMITED LIABILITY PARTNERSHIP

LOS ANGELES, CA
SAN FRANCISCO, CA
WILMINGTON, DE
NEW YORK, NY

10100 SANTA MONICA BLVD.
11th FLOOR
LOS ANGELES
CALIFORNIA 90067-4100

TELEPHONE: 310/277 6910
FACSIMILE: 310/201 0760

SAN FRANCISCO
150 CALIFORNIA STREET
15th FLOOR
SAN FRANCISCO
CALIFORNIA 94111-4500

TELEPHONE: 415/263 7000
FACSIMILE: 415/263 7010

DELAWARE
919 NORTH MARKET STREET
17th FLOOR
P.O. BOX 8705
WILMINGTON
DELAWARE 19899-8705

TELEPHONE: 302/652 4100
FACSIMILE: 302/652 4400

NEW YORK
780 THIRD AVENUE
36th FLOOR
NEW YORK
NEW YORK 10017-2024

TELEPHONE: 212/561 7700
FACSIMILE: 212/561 7777

WEB: www.pszjlaw.com

Michael Matteo

July 8, 2009

mmatteo@pszjlaw.com
310.277.6910

VIA U.S. FIRST CLASS MAIL

Peacock Mountain Ranch
Association
Attn: James T. Spillers
PO Box 4734
Hualapai, AZ 86412

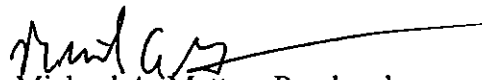
**Re: The Rhodes Companies, LLC, et al.
USBC Case No. 09-14814 LBR**

Dear James:

This firm represents Rhodes Design and Development Corporation (the "Debtor") in its Chapter 11 bankruptcy filed in the United States Bankruptcy Court for the District of Nevada (Case No. 09-14846 LBR). You filed a proof of claim on behalf of Peacock Mountain Ranch Association, designated as proof of claim number 24 in the amount of \$9,240.00 in the Debtor's bankruptcy case.

The aforementioned proof of claim at issue is against Sedora Holdings LLC, which is not a Debtor in these proceedings. Accordingly, please withdraw your claim by signing and returning the enclosed Notice of Withdrawal of Claim form by July 20, 2009 so that we may avoid having to object to your claim in the Bankruptcy Court. Thank you.

Very truly yours,


Michael A. Matteo, Paralegal

Enclosure

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA
SOUTHERN DIVISION**

In re:

THE RHODES COMPANIES, LLC, aka
"Rhodes Homes," et al.,¹
Debtors.

Case No.: BK-S-09-14814-LBR
(Jointly Administered)

Chapter 11

Affects:



All Debtors



Affects the following Debtor(s):

RHODES DESIGN AND DEVELOPMENT
CORPORATION

NOTICE OF WITHDRAWAL OF PROOF OF CLAIM

Creditor Peacock Mountain Ranch Association hereby withdraws its proof of claim,
designated as Claim No. 24 in the amount of \$9,240.00 filed in Bankruptcy Case No. 09-14846
against Rhodes Design and Development Corporation.

Dated: _____, 2009

Representative of Peacock Mountain Ranch Association

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

UNITED STATES BANKRUPTCY COURT		DISTRICT OF NEVADA	PROOF OF CLAIM
Name of Debtor: Rhodes Design and Development Corporation		Case Number: 09-14846	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (The person or other entity to whom the debtor owes money or property):			
Name and address where notices should be sent: PEACOCK MOUNTAIN Ranch Association P.O. Box 4734 HUALAPAI AZ 86412			
TEL: (928) 660-2793			
Name and address where payment should be sent (if different from above): Name: SAME AS ABOVE Address 1: _____ Address 2: _____ Address 3: _____ Address 4: _____ Address 5: _____ TEL: (928) 672-1429		<input type="checkbox"/> Check box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed On: ____/____/____ <input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach a copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.	
Carefully read instructions included with this Proof of Claim before completing. In order to have your claim considered for payment and/or voting purposes, complete ALL applicable questions. The original of this Proof of Claim must be sent to: The Rhodes Companies, LLC, c/o Omni Management Group, LLC, 16161 Ventura Boulevard, Suite C, PMB 477, Encino, CA 91436-2522.			
1. Amount of Claim as of Date Case Filed: \$ 9240.00		5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.	
If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5.		Specify the priority of the claim:	
<input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or charges.		<input type="checkbox"/> Domestic support obligations under - 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	
2. Basis for Claim ASSOCIATION DUES ON LAND (See instruction #2 on reverse side)		<input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).	
3. Last four digits of any number by which creditor identifies debtor: 0000		<input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).	
3a. Debtor may have scheduled account as: (See instruction #3a on reverse side.)		<input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7).	
4. Secured Claim. (See instruction #4 on reverse side.) <input type="checkbox"/> Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____ Value of Property: \$ _____ Annual Interest Rate: _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount Secured: \$ _____ Amount Unsecured: \$ 9240.00		<input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).	
		<input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) _____.	
		Amount entitled to priority: \$ _____	
		*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		THIS SPACE IS FOR COURT USE ONLY FILED MAY 12 2009 By Omni Management Group, Claims Agent For U.S. Bankruptcy Court District of Nevada	
7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)			
DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:			
Date 04/27/2009 Signature James T. Spiviers Printed Name JAMES T. SPIVIERS		Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. VILEC PRESIDENT Title PRESIDENT	

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

POC0857

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YB 24

PEACOCK MOUNTAIN RANCH ASSOCIATION
P. O. BOX 4734 H.B.
HUALAPAI, AZ 86412

To: Sedora Holdings, L.L.C.

Parcels which are listed below are all within the Peacock Mountain Ranch Association. The dues for 2009 are \$200.00 each parcel and were due on January 1, 2009. The amount due for the 42 parcels is \$8,400.00 plus a 10% late payment penalty which was added on February 10, 2009. The total of the penalty is \$840.00 and the total you now owe is **\$9,240.00**.

6A	313-58-006A	\$200.	110	313-57-093	200.
14	313-58-014	200.	112	313-57-095	200.
			113	313-57-096	200.
21	313-57-004	200.	126	313-58-022	200.
22	313-57-005	200.	132	313-58-028	200.
23	313-57-006	200.	141	313-58-037	200.
			149	313-58-045	200.
29	313-57-012	200.	168	313-58-064	200.
32	313-57-015	200.	169	313-58-065	200.
34	313-57-017	200.	171	313-58-067	200.
42	313-57-025	200.			
53A	313-57-036A	200.	195	313-58-091	200.
55	313-57-038	200.	196	313-58-092	200.
64	313-57-047	200.	201	313-58-097	200.
			205	313-58-101	200.
73	313-57-056	200.	213	313-58-109	200.
88	313-57-071	200.	224	313-58-120	200.
91	313-57-074	200.	228	313-58-124	200.
92	313-57-075	200.			
95	313-57-078	200.	236	313-58-132	200.
96	313-57-079	200.	247	313-60-004	200.
101	313-57-084	200.	254	313-60-011	200.
102	313-57-085	200.			
103	313-57-086	200.			
104	313-57-087	200.			

42 parcels at \$200.00 each was due on 1/1/09 and totaled \$8,400.00

10% late payment penalty was added on 2/10/09.....840.00

TOTAL AMOUNT DUE: \$9,240.00



LARSON & STEPHENS

A NEVADA LIMITED LIABILITY COMPANY
810 S. CASINO CENTER BLVD., SUITE 104
LAS VEGAS, NEVADA 89101

PHONE (702) 382-1170
FAX (702) 382-1169

May 4, 2009

Via Regular Mail

Brian Osborne
Omni Management Group, LLC
16501 Ventura Blvd., Ste. 4401
Encino, CA 91436

Re: Rhodes Design and Development Corporation / 09-14846

Dear Mr. Osborne:

Attached is the original Proof of Claim that this office received for Peacock Mountain Ranch Association for filing. Please note that I forwarded this Proof of Claim to you by e-mail on April 30, 2009. As of the date of this letter I do not show that this Proof of Claim as been filed.

In the interim, should you have any questions or concerns please contact this office.
Thank you for your time and attention in this matter.

Sincerely,

LARSON & STEPHENS

Carey Shurtliff,
Legal Assistant to Zachariah Larson, Esq.

ZL:cs
Encl.: as stated



LARSON & STEPHENS
ATTORNEYS AT LAW

810 S. CASINO CENTER BLVD., SUITE 104
LAS VEGAS, NEVADA 89101

MAY 07 2009

Brian Osborne
Omni Management Group, LLC
16501 Ventura Blvd., Ste. 4401
Encino, CA 91436

MAY 07 2009

\$0.420
US POSTAGE
FIRST-CLASS
062S0005218408
89101

CS0646.06
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91436+2062

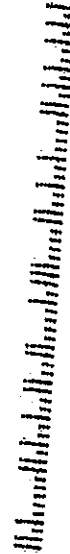


EXHIBIT B

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

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**PEACOCK MOUNTAIN RANCH ASSOCIATION
P. O. BOX 4734 H.B.
HUALAPAI, AZ 86412**

To: Sedora Holdings, L.L.C.

Parcels which are listed below are all within the Peacock Mountain Ranch Association. The dues for 2009 are \$200.00 each parcel and were due on January 1, 2009. The amount due for the 42 parcels is \$8,400.00 plus a 10% late payment penalty which was added on February 10, 2009. The total of the penalty is \$840.00 and the total you now owe is **\$9,240.00**.

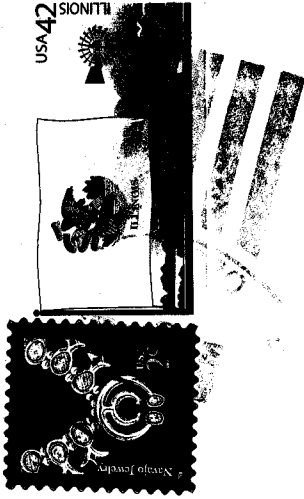
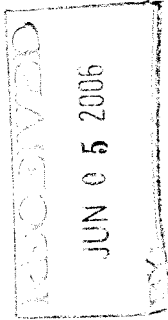
6A	313-58-006A	\$200.	110	313-57-093	200.
14	313-58-014	200.	112	313-57-095	200.
			113	313-57-096	200.
21	313-57-004	200.	126	313-58-022	200.
22	313-57-005	200.	132	313-58-028	200.
23	313-57-006	200.	141	313-58-037	200.
			149	313-58-045	200.
29	313-57-012	200.	168	313-58-064	200.
32	313-57-015	200.	169	313-58-065	200.
34	313-57-017	200.	171	313-58-067	200.
42	313-57-025	200.			
53A	313-57-036A	200.	195	313-58-091	200.
55	313-57-038	200.	196	313-58-092	200.
64	313-57-047	200.			
			201	313-58-097	200.
73	313-57-056	200.	205	313-58-101	200.
88	313-57-071	200.	213	313-58-109	200.
91	313-57-074	200.	224	313-58-120	200.
92	313-57-075	200.	228	313-58-124	200.
95	313-57-078	200.			
96	313-57-079	200.	236	313-58-132	200.
101	313-57-084	200.	247	313-60-004	200.
102	313-57-085	200.	254	313-60-011	200.
103	313-57-086	200.			
104	313-57-087	200.			

42 parcels at \$200.00 each was due on 1/1/09 and totaled \$8,400.00

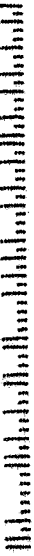
10% late payment penalty was added on 2/10/09.....840.00

TOTAL AMOUNT DUE: \$9,240.00

Peacock Mountain Ranch Association
P.O. Box 4734 HB
Hualapai, Arizona, 86412-4734



RHODES COMPANIES, L.L.C.
c/o OMNI MET. GROUP, LLC
16161 VENTURA BLVD., SUITE C, PMA 477
ENCINO, CA. 91436-2522



914362522 0020

EXHIBIT C

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

THE RHODES COMPANIES, LLC, aka
 “Rhodes Homes,” et al.,¹

Debtors.

Case No.: BK-S-09-14814-LBR
 (Jointly Administered)

Chapter 11

Affects:

- ☐ All Debtors
☒ Affects the following Debtor(s):

The Rhodes Companies, LLC 09-14814
 LBR and Rhodes Design and Development
 Corporation 09-14846 LBR

Hearing Date: November 16, 2009
 Hearing Time: 9:30 a.m.
 Courtroom 1

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

ORDER SUSTAINING DEBTORS' OBJECTION TO PEACOCK MOUNTAIN RANCH ASSOCIATION'S CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE AND BANKRUPTCY RULES 3003 AND 3007 [NON-DEBTOR CLAIMS]
[DOCKET NO. ____]

Upon consideration of *Debtors' Objection to Peacock Mountain Ranch Association's Claims Pursuant to Section 502(b) of the Bankruptcy Code and Bankruptcy Rules 3003 and 3007 [Non-Debtor Claims]* [Docket No. ____] (the "Objection"),² filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"), requesting that the Court enter an order disallowing and expunging in full the disputed claims; and the Court having jurisdiction to consider the Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Objection; the Court hereby finds and determines that, pursuant to Rule 3007 of the Federal Rules of Bankruptcy Procedure, due and proper notice has been provided to the holder of the claims attached as part of Exhibit A and as Exhibit B to the Objection and all other parties entitled to notice; and no other or further notice is necessary; and the relief requested in the Objection is in the best interests of the Debtors, their estates and creditors; and that the legal and factual bases set forth in the Objection establishes just cause for the relief requested therein; therefore

IT IS HEREBY ORDERED THAT:

1. Claim number 28 of Peacock Mountain Ranch Association in the amount of \$9,240.00, filed against The Rhodes Companies, LLC, is hereby disallowed and expunged in full.

2. Claim number 24 of Peacock Mountain Ranch Association in the amount of \$9,240.00, filed against Rhodes Design and Development Corporation, is hereby disallowed and expunged in full.

3. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Objection.

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

1 APPROVED/DISAPPROVED:

2 DATED this ____ day of November, 2009.

3 By: _____
4 UNITED STATES TRUSTEE
5 August B. Landis
6 Office of the United States Trustee
7 300 Las Vegas Blvd. S., Ste. 4300
8 Las Vegas, NV 89101

9 Submitted by:

10 DATED this 16th day of November, 2009.

11 By: /s/ Zachariah Larson
12 LARSON & STEPHENS
13 Zachariah Larson, Esq. (NV Bar No 7787)
14 Kyle O. Stephens, Esq. (NV Bar No. 7928)
15 810 S. Casino Center Blvd., Ste. 104
16 Las Vegas, NV 89101
17 (702) 382-1170 (Telephone)
18 (702) 382-1169 (Facsimile)
19 zlarson@lslawnv.com
20 *Attorneys for Debtors*

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101
Tel: (702) 382-1170 Fax: (702) 382-1169

LR 9021 Certification

In accordance with LR 9021, counsel submitting this document certifies as follows (check one):

___ The court has waived the requirement of approval under LR 9021.

___ No parties appeared or filed written objections, and there is no trustee appointed in the case.

___ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and any trustee appointed in this case, and each has approved or disapproved the order, or failed to respond, as indicated below.

Submitted by:

DATED this 16th day of November 2009.

By: /s/ Zachariah Larson

LARSON & STEPHENS

Zachariah Larson, Esq. (NV Bar No 7787)

Kyle O. Stephens, Esq. (NV Bar No. 7928)

810 S. Casino Center Blvd., Ste. 104

Las Vegas, NV 89101

(702) 382-1170 (Telephone)

(702) 382-1169

zlarson@lslawnv.com

Attorneys for Debtors